

# **EXHIBIT D**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
AMARILLO DIVISION**

United States of America  
*ex rel.* ALEX DOE, Relator,

The State of Texas  
*ex rel.* ALEX DOE, Relator,

The State of Louisiana  
*ex rel.* ALEX DOE, Relator,

Plaintiffs,

v.

Planned Parenthood Federation of America,  
Inc., Planned Parenthood Gulf Coast, Inc.,  
Planned Parenthood of Greater Texas, Inc.,  
Planned Parenthood South Texas, Inc.,  
Planned Parenthood Cameron County, Inc.,  
Planned Parenthood San Antonio, Inc.,

Defendants.

NO. 2:21-CV-00022-Z

**DECLARATION OF VICKIE JANE BARROW-KLEIN**

I, Vickie Jane Barrow-Klein, declare and state as follows:

1. I am currently employed by Planned Parenthood Federation of America, Inc. (“PPFA”) as the Chief Financial Officer and Chief Operating Officer. I have served as Chief Financial Officer since March 2018 and as Chief Operating Officer since January 2022. Prior to that, I spent more than 20 years in the international development non-profit sector with experience working in complex federated organizations at a global scale.

2. I am over the age of 18 and have personal knowledge of the matters herein or have acquired such knowledge by personally examining the business records kept in the normal course of business by PPFA. If called upon to testify, I could and would testify to the facts in this declaration.

3. I make this declaration in support of Planned Parenthood Federation of America, Inc.'s Motion for Protective Order and for Clarification in the above-captioned case. I am familiar with the claims and allegations in the above-captioned case based on my review of the Complaint filed by Relator and the Complaint in Intervention filed by the State of Texas.

4. I am familiar with PPFA's business practices regarding the treatment of confidential information consisting of or relating to, among other things, PPFA's highly sensitive strategic and programming priorities; PPFA's finances or the finances of a PPFA Affiliate; internal market analysis relating to the business of PPFA or one of its Affiliates; proprietary information related to PPFA's fundraising efforts and strategies; and information relating to the safety and security of PPFA or one of its Affiliates.

5. PPFA has 49 member Affiliates, including Planned Parenthood Gulf Coast, Planned Parenthood of Greater Texas, and Planned Parenthood South Texas, that are, at their core, providers of healthcare services. The same is true for former affiliates Planned Parenthood Cameron County and Planned Parenthood San Antonio. As a Federation that connects these Affiliates with one another and with other Affiliates across the United States, PPFA competes with other organizations that facilitate the provision of healthcare services, including in facilitating the ability of its Affiliates to compete for patients in the market place. As a 501(c)(3) non-profit organization, PPFA is also reliant on securing donations and other grants to fund its mission of facilitating high-quality reproductive healthcare to patients around the country. In that context, PPFA is competing with similarly situated organizations to secure access to donations and grants, and to facilitate the access to donations and grants for its Affiliates. In addition, PPFA's mission elicits strong opposition actors who have conducted acts against PPFA and Affiliates that range from harassing business and mission partners to acts of violence.

Courts have recognized this in situations where parties have sought to publicly reveal PPFA's internal documents. *See Planned Parenthood Federation of America, Inc. v. Center for Medical Progress*, \_\_ F. Supp. 3d \_\_, 2020 WL 2067500, at \*4 (N.D. Cal. Apr. 29, 2020) ("CMP's plan was to create a video campaign...against Planned Parenthood with the objective of creating 'maximum negative impact – legal, political, professional, public – on [Planned Parenthood] and to 'create public outrage towards' Planned Parenthood.")

6. I understand that the Relator has challenged the confidentiality and attorneys'-eyes-only designations that PPFA applied to certain documents that PPFA produced in this matter. I understand that under the Protective Order entered in this matter, the party producing a document can produce a document either with no confidentiality designation, with a designation of "Confidential," or with a designation of "Confidential – Attorneys' Eyes Only." I further understand that the Relator is challenging PPFA's designations for 255 documents. As explained below, those 255 documents fit in 7 categories of confidential and highly or especially sensitive information. Attached as Exhibit 1 is a list of the 255 documents organized by category.

#### **Documents Designated Attorneys' Eyes Only**

7. PPFA considers and treats the information described below in Paragraphs 8-10 as especially confidential, proprietary, and/or competitively sensitive. PPFA takes reasonable measures to protect this confidential, proprietary, or competitively sensitive information from public disclosure, including by storing the information in secure files, by limiting internal distribution to only those who require access to the information to carry out their duties and responsibilities, and implementing security procedures. Documents designated as Attorneys' Eyes Only includes documents not shared with the public, as well as certain documents and information which is not known by or routinely shared with PPFA Affiliates. PPFA's employees



also acknowledge receipt of policy documents that require PPFA employees to keep confidential internal private information.

8. **Highly Sensitive Strategic, Programmatic, or Financial Information.** The documents in this category reflect PPFA's highly sensitive confidential information, including non-public information about PPFA's current grants or agreements and their terms; information reflecting PPFA's strategic or programming priorities; specific details about non-public programs or initiatives; key relationships with business partners whose contracts require anonymity or non-disclosure of the business relationship; and information on abortion providers that is treated with a high degree of secrecy even within PPFA, such that only about 5% of PPFA employees have access to the documents. In the regular course of business, PPFA does not release publicly the information reflected in the documents listed in this category. Attached as Exhibit 2 is a selection of documents within this category. Disclosure of this confidential and propriety information could cause PPFA financial harm if it is obtained by the general public or PPFA's competitors in the provision of healthcare services, and could disrupt PPFA's current programs or standing in the marketplace as well as expose the staff of PPFA, an Affiliate, and/or a business partner to unwarranted harassment or personal harm. For example, disclosure of the information could disrupt the ability of an Affiliate to provide care to its patients, or for an Affiliate to recruit medical providers.

9. **Internal Market and Financial Information.** The documents listed in this category reflect highly sensitive confidential and proprietary information that incorporates PPFA's analysis of the financial performance of PPFA or one of its Affiliates, or PPFA's analysis of the marketplace that PPFA prepares in pursuit of a competitive advantage. The information contained in the documents listed in this category is not information that PPFA

ordinarily releases publicly, and in the regular course of business, PPFA treats this information and analyses as sensitive and confidential. Attached as Exhibit 3 is a selection of documents within this category. Disclosure of this confidential and proprietary information could cause PPFA financial harm if it is obtained by the general public or PPFA's competitors, because it would reveal detailed information about the volume and variety of medical services provided by various PPFA Affiliates, and provide information about the financial performance of Affiliates that are not parties to this litigation.

10. **Proprietary Fundraising Strategy.** The documents in this category reflect PPFA's highly sensitive confidential and proprietary information about PPFA's donor and fundraising strategy, including PPFA's collaborations with other organizations on fundraising strategies and efforts. In the regular course of business, PPFA does not release this information publicly. Attached as Exhibit 4 is an example document within this category. Disclosure of this confidential and propriety information could cause PPFA financial harm if it is obtained by the general public or PPFA's competitors because it would reveal the proprietary best practices that PPFA has developed regarding collaborative fundraising efforts, and could disrupt PPFA's ability to attract and retain donors or raise funds for its strategic priorities.

**Documents Designated "Confidential"**

11. PPFA considers and treats the information described below in Paragraphs 12-15 as confidential, proprietary, and/or competitively sensitive. PPFA takes reasonable measures to protect this confidential, proprietary, or competitively sensitive information from public disclosure, including by storing the information in secure files, implementing security procedures, and by limiting internal distribution to only those who require access to the information to carry out their duties and responsibilities. PPFA's employees also acknowledge

receipt of policy documents that require PPFA employees to keep confidential internal private information.

**12. Strategic Programming Information.** The documents listed in this category contain information that reflects PPFA's confidential strategic or programming priorities that do not rise to the level of Confidential – Attorneys' Eyes Only, but is nevertheless confidential and sensitive. This is not information that PPFA ordinarily releases publicly. Attached as Exhibit 5 is a selection of documents within this category. Disclosure of this confidential and proprietary information could cause PPFA financial harm if it is obtained by the general public or PPFA's competitors, such as by revealing non-public information about PPFA sponsors, how PPFA allocates resources between Affiliates and in support of various programs or initiatives, or by revealing how PPFA assesses the efficacy of its programs.

**13. Safety and Security Information.** The documents listed in this category contain information that reflect the physical- or cyber-security of PPFA or its Affiliates. This is not information that PPFA or its Affiliates release to the public in the regular course of business. Attached as Exhibit 6 is an example document within this category. Disclosure of this information could harm PPFA by disclosing information about the systems that PPFA uses to protect the safety of its employees as well as to safeguard confidential information of PPFA and others, including Protected Health Information of individual patients.

**14. Sensitive Business Relationships.** The documents listed in this category contain information about how PPFA or its Affiliates conduct business and PPFA's contractual and business relationships with entities that assist PPFA and its Affiliates in real estate transactions. This is not information that PPFA or its Affiliates release to the public in the regular course of business. Attached as Exhibit 7 is an example document within this category. Disclosure of this



confidential and proprietary information could cause PPFA financial harm if it is obtained by the general public or PPFA's competitors, and could hurt PPFA's ability to operate in the marketplace, such as by impeding the Affiliates' ability to secure the real estate required to support their daily operations.

15. **Miscellaneous Sensitive Documents.** The documents listed in this category are attached as Exhibit 8 and contain sensitive, confidential PPFA information that PPFA does not release publicly in the regular course of business that does not fall within one of the previous categories. The documents included in Exhibit 8 are:

- **PPFA00001492**, which contains non-public information about a grant issued by PPFA as well as information about employee benefit programs. In a market where health care workers are in high demand, it provides detailed information on a key strategic benefit offered that gives PPFA and Affiliates an edge over others competing in the same workforce space.
- **PPFA00001588**, which contains non-public information about a data privacy incident at a PPFA Affiliate as well as information about that Affiliate's associated costs.
- **PPFA00004666** and **PPFA00004675**, which are copies of correspondence from a PPFA business partner that attaches and references a document which contains Internal Market and Financial Information marked Confidential – Attorneys' Eyes Only.
- **PPFA00004778**, which is a spreadsheet that contains confidential information and analysis of the performance of PPFA Affiliate health centers.



I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on August 31, 2022 in Mechanicsville, Maryland.

  
Vickie Jane Barrow-Klein